

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

JOHN CARFAGNO, derivatively on behalf of  
CENTERLINE HOLDING COMPANY,

Plaintiff,

v.

MARC D. SCHNITZER, *et al.*,

Defendants.

08-CV-912-SAS

TONY BROY, derivatively and on behalf of  
Nominal Defendant CENTERLINE HOLDING  
COMPANY,

Plaintiff,

v.

JEFF T. BLAU, *et al.*,

Defendants.

08-CV-1971-SAS

**NOTICE OF MOTION TO DISMISS**

PLEASE TAKE NOTICE that upon the attached declaration of Richard A. Rosen, sworn to May 12, 2007, the accompanying Memorandum of Law, and all prior pleadings and proceedings herein, the undersigned will move this Court on a day and time to be determined by the Court for an order pursuant to 15 U.S.C. § 78bb, and Rules 12(b)(6) and 23.1 of the Federal Rules of Civil Procedure, dismissing with prejudice all of plaintiff Carfagno's claims against the above-named defendants.

PLEASE TAKE FURTHER NOTICE that pursuant to the schedule set by the Court on April 15, 2008, answering papers shall be served on or before June 5, 2008.

Reply papers shall be served on or before June 19, 2008.

Dated: New York, New York  
May 12, 2008

Respectfully submitted,

/s/ Richard A. Rosen  
Richard A. Rosen  
Daniel J. Leffell  
PAUL, WEISS, RIFKIND, WHARTON &  
GARRISON LLP  
1285 Avenue of the Americas  
New York, NY 10019  
Tel: 212-373-3000  
Fax: 212-373-2359  
rrosen@paulweiss.com

Attorneys for Marc. D. Schnitzer, Robert L.  
Levy, and Leonard W. Cotton, Peter T.  
Allen, Robert J. Dolan, Robert A. Meister,  
Nathan Gantcher, Jerome Y. Halperin,  
Robert L. Loverd, Janice Cook Roberts and  
Thomas W. White

/s/ Peter L. Simmons  
Peter L. Simmons, Esq.

FRIED FRANK LLP  
New York, NY 10022  
Tel: 212-859-8455  
Fax: 212-859-4000  
peter.simmons@friedfrank.com

Attorneys for Defendants Stephen M. Ross  
and Jeffrey T. Blau

/s/ Jennifer F. Beltrami

Jennifer F. Beltrami, Esq.

WOLFBLOCK, LLP

250 Park Avenue

New York, NY 10177

Tel: 212-883-4955

Fax: 212-672-1155

jbeltrami@wolfblock.com

Attorneys for Centerline Holding Company

Filed on behalf of Marc. D. Schnitzer, Robert L. Levy, and Leonard W. Cotton, Peter T. Allen, Robert J. Dolan, Robert A. Meister, Nathan Gantcher, Jerome Y. Halperin, Robert L. Loverd, Janice Cook Roberts, Thomas W. White, Stephen M. Ross, Jeffrey T. Blau, and Centerline Holding Company upon consent.